



June 10, 2011

Jessica Damon
Bureau of Land and Water Quality
Maine Department of Environmental Protection
106 Hogan Road
Bangor, ME 04401

RE: Financial Support for the Evergreen Wind Power II, LLC Project

To the Commissioner:

This letter is to provide evidence of the commitment and ability of First Wind Holdings, LLC ("First Wind") to fund the development, construction, and operation of the approximately \$363 million 150 MW Oakfield Wind Project and associated generator lead ("Project") to be located in Aroostook and Penobscot counties, Maine, proposed by Evergreen Wind Power II, LLC ("Evergreen") and Maine GenLead, LLC ("MGL").

Evergreen and MGL are wholly-owned project subsidiaries of First Wind and were formed to develop, finance, construct, own and operate their respective elements of the Project. First Wind is funding the development of the Project through its subsidiaries. First Wind is dedicated to the business of financing, constructing and operating wind power projects in Maine. First Wind currently operates nine wind energy projects across the country, with a generating capacity of 635 megawatts (MW), has four more projects currently under construction with a combined rated capacity of 136MW and has assets in excess of \$1.8 billion. Since 2004, First Wind has raised over \$4.5 billion including project debt financings, tax equity, corporate financings and government grants. Although First Wind intends to secure construction financing to combine with its own equity to construct the Project, the ultimate capital structure will depend on a number of factors, including market conditions at the time of financing. Some of the factors affecting the final project financing include the size of the project, the total project costs, projected power generation, and the terms of a power purchase agreement for the project output. Based on First Wind's experience in successfully financing projects and an analysis of market conditions for purchase of the power, project costs, and anticipated average annual output, we have concluded that favorable construction financing can be secured.

In 2006, a member of D.E. Shaw group and an affiliate of Madison Dearborn Partners each made a significant investment in First Wind. The D.E. Shaw group is a specialized investment and technology development firm and Madison Dearborn Partners is a private equity management firm focusing on investments in basic industries, energy and power, communications, consumer, financial services and health care.

In 2006, First Wind, through an affiliate company, financed and constructed the Mars Hill wind energy project located in Mars Hill, Maine. Approximately \$22 million of the construction costs went to Maine firms and local spending. The Mars Hill wind energy project is a 42 MW facility consisting of 28 wind turbines and commenced commercial operations in March 2007.

In 2008, First Wind, through an affiliate company, financed and began construction of the first phase of the Stetson wind energy project located in Washington County, Maine ("Stetson"). An estimated \$50 million of the construction costs was spent on Maine firms and local spending. Stetson is a 57 MW facility consisting of 38 wind turbines and became fully operational in January, 2009.

In 2009, First Wind, through an affiliate company, financed and began construction of the Stetson II wind energy project located in Washington County, Maine ("Stetson II"). An estimated \$23 million of the construction costs was spent on Maine firms and local spending. Stetson II is a 25 MW facility consisting of 17 wind turbines and became fully operational in March, 2010.

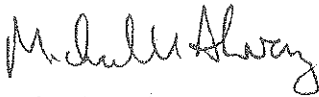
In December 2010, First Wind, through an affiliate company, financed and began construction of the Rollins wind energy project located in Penobscot County, Maine ("Rollins"). Rollins is a 60 MW facility consisting of 40 wind turbines and is scheduled to be fully operational in 2011. Upon completion, we will be happy to provide estimates of the amount of construction costs spent on Maine firms and local spending.

In December, 2010, First Wind, through an affiliate company, closed a \$71.3 million construction loan and a \$4.5 million letter of credit facility for the Sheffield Wind project located in Sheffield, Vermont ("Sheffield"). Sheffield is a 40 MW facility consisting of 16 wind turbines and is scheduled to be fully operational in 2011.

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The foregoing should provide sufficient information about First Wind's experience and activities in wind energy and about First Wind's ability to finance the Project. However, please let me know if you require any additional information about First Wind, the Project or our plans for wind energy development in the State of Maine.

Sincerely,

A handwritten signature in black ink, appearing to read "Michael U. Alvarez". The signature is fluid and cursive, with the first name "Michael" and last name "Alvarez" clearly distinguishable.

Michael U. Alvarez
President and Chief Financial Officer